

RECORDATION NO. 16511-B FILED

AUG 27 '99

8-00AM

HOPKINS & SUTTER

(A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS)

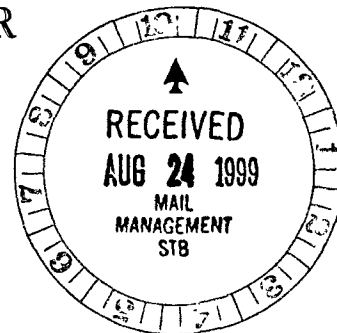
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MARY P SCLAWY
(248) 740-6602
Direct Fax (248) 740-6613
E-Mail MSclawy@hopsut.com

August 19, 1999

Secretary
Surface Transportation Board
Room 704
1925 K Street, NW
Washington, DC 20423-0001

Dear Secretary:

Enclosed for recordation pursuant to statute and 49 CFR 1177 are two counterparts of a Memorandum of Lease Termination and Equipment Disposition, dated as of August 2, 1999, and executed by C.K. Industries Inc. and Canadian National Railway Company. The Lease Agreement to which the termination refers was dated as of December 1, 1988. The units covered by the Lease Agreement are 84 XM boxcars, more specifically described on Schedule A, attached to this letter.

A memorandum of the Lease Agreement was recorded with the ICC on September 11, 1989 and assigned recordation number 16511.

The parties to the Lease Agreement are:

Lessor: C. K. Industries Inc.

Lessee: Canadian National Railway Company

Enclosed is our check in the amount of \$26.

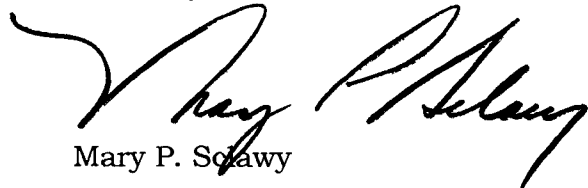
Please accept one counterpart of this document for filing, stamp the remaining

Secretary
August 19, 1999
Page 2

counterpart with your recordation number and return it and the fee receipt to the undersigned at the following address:

Mary P. Sclawy
Hopkins & Sutter
2800 Livernois
Suite 220
Troy, MI 48083-1240

Sincerely,



Mary P. Sclawy

Enclosure

cc: John A.N. Lamont: Re CN File Reference 2042-76-7

Schedule A to Memorandum of Lease Termination and Equipment Disposition

Equipment

84 XM Boxcars bearing the following marks and numbers (*):

CNA 549200 to CNA 549282 inclusive; and

CN 413751 (*formerly marked CNA 549283*).

* Note that the following 5 boxcars, which are included in the foregoing range, were destroyed on or before the date hereof:

CNA 549208;

CNA 549209,

CNA 549260;

CNA 549279; and

CNA 549282.

84

(C K / CN)

AUG 27 '99

8-00 AM

MEMORANDUM OF LEASE TERMINATION AND EQUIPMENT DISPOSITION dated as of August 2, 1999 between **C.K. Industries Inc. ("C K")** and **Canadian National Railway Company ("CN")**

WHEREAS, C.K. is the lessor of the eighty-four (84) boxcars with A A R mechanical designation XM bearing the marks and numbers set forth on Schedule A hereto (the "Equipment") under that certain Lease Agreement dated as of December 1, 1988 (the "Lease") with CN as lessee

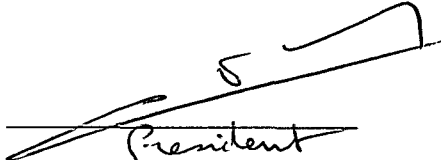
IN WITNESS WHEREOF, the parties wish to show for the public record that on the date first above written

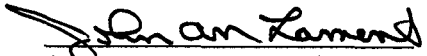
- 1) The Lease was terminated by C K and CN,
- 2) The Equipment was sold, by C.K., to CN;

and accordingly have caused this Memorandum to be executed by their officers thereunto duly authorized

C.K. INDUSTRIES INC.,
as lessor and seller

CANADIAN NATIONAL RAILWAY COMPANY,
as lessee and buyer

By 
Its President

By 
Its Sr Manager, Asset Financing


Note On September 11, 1989 at 12 05 P M , a memoranda of the Lease was filed with the Interstate Commerce Commission (predecessor to the Surface Transportation Board) pursuant to 49 U S C S11303 (now S11301) and assigned recordation number 16511, and

On April 3, 1989, the Lease was deposited in the Office of the Registrar General of Canada pursuant to Section 90 of the Railway Act of Canada (now Section 105 of the Canada Transportation Act)

PROVINCE OF QUEBEC)
) ss
DISTRICT OF MONTREAL)

*In the matter of a Memorandum
dated as of August 2, 1999.*

On this 20 day of July, 1999 before me personally appeared John A N Lamont, to me personally known, who, being by me duly sworn, says that he is Sr. Manager Asset Financing of Canadian National Railway Company, that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation


Attorney / Avocat

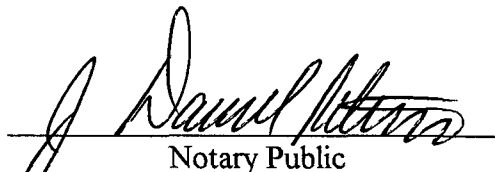
Bar Number 194066-0

[Seal]

STATE OF FLORIDA)
) ss
COUNTY OF VOLUSIA)

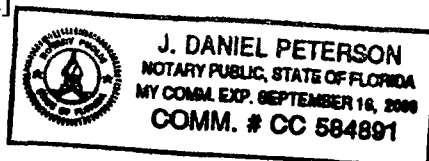
*In the matter of a Memorandum
dated as of August 2, 1999.*

On this 24th day of July, 1999, before me personally appeared CLAUDE BIBOT, to me personally known, who, being by me duly sworn, says that such person is PRESIDENT of C K Industries Inc, that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


Notary Public

My commission expires 9-16-2000

[Notarial Seal]



db

Schedule A to Memorandum of Lease Termination and Equipment Disposition

Equipment

84 XM Boxcars bearing the following marks and numbers (*)

CNA 549200 to CNA 549282 inclusive, and

CN 413751 (*formerly marked CNA 549283*)

* Note that the following 5 boxcars, which are included in the foregoing range, were destroyed on or before the date hereof

CNA 549208,

CNA 549209,

CNA 549260,

CNA 549279, and

CNA 549282

dy
CS